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ATTORNEYS FOR WILMINGTON TRUST COMPANY

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**GENERAL MOTORS CORP., *et al.*,**

**Debtors.**

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**NOTICE OF APPEARANCE AND REQUEST FOR DOCUMENTS**

**PLEASE TAKE NOTICE** that David M. Feldman, Esq. and Matthew J. Williams, Esq. of the law firm of Gibson, Dunn & Crutcher LLP, hereby appear in the above-captioned cases on behalf of Wilmington Trust Company ("WTC"), with its principal place of business located at Rodney Square North, 1100 North Market Street, Wilmington, DE 19890, as successor Indenture Trustee under (i) that certain Indenture dated as of November 15, 1990 between General Motors Corporation ("GM") as issuer and Citibank, N.A. ("Citibank") as indenture trustee (as amended, supplemented or modified, the "1990 Indenture");<sup>1</sup> and (ii) that certain Indenture dated as of December 7, 1995 between GM as issuer and Citibank as indenture trustee (as amended,

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<sup>1</sup> The outstanding series of notes issued pursuant to the 1990 Indenture are represented by CUSIP numbers: 370442AN5; 370442AJ4; 370442AR6; 37045EAG3; and 37045EAS7.

supplemented or modified, the "1995 Indenture").<sup>2</sup> Pursuant to Bankruptcy Rules 2002, 3017 and 9007 and Sections 342 and 1109(b) of the Bankruptcy Code, Counsel requests that their names be added to the mailing list maintained by the Clerk in the above-captioned case, and that all notices given and all papers served on any party, filed with the Court or delivered to the Office of the United States Trustee in the above-captioned case be given to and served upon Counsel, at the address set forth below.

**PLEASE TAKE FURTHER NOTICE** that the foregoing request includes all of the notices and papers referred to in the Bankruptcy Rules, Bankruptcy Code, and Local Bankruptcy Rules, and also includes, without limitation, notices of any orders, pleadings, motions, applications, complaints, demands, hearings, cash-flow reports, requests or petitions, answering or reply papers, memoranda and briefs in support of any of the foregoing and any other document brought before this Court with respect to these cases and any proceeding therein, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, telegraph, telecopier, telex or otherwise, all of which shall be sent to:

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<sup>2</sup> The outstanding series of notes issued pursuant to the 1995 Indenture are represented by CUSIP numbers: 370442AT2; 370442AU9; 370442AV7; 370442AZ8; 370442BB0; 370442816; 370442774; 370442766; 370442758; 370442741; 370442733; 370442725; 370442BQ7; 370442BT1; 370442717; 370442BW4; 370442BS3; 370442121; and 370442691.

**PLEASE TAKE FURTHER NOTICE** that WTC intends that neither this Notice of Appearance nor any later appearance, pleading, claim, or suit shall waive (1) WTC's right to have final orders in noncore matters entered only after de novo review by a District Judge; (2) WTC's right to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases; (3) WTC's right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or (4) any other rights, claims, actions, defenses, setoffs, or recoupments to which WTC is or may be entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments WTC expressly reserves.

Dated: June 2, 2009

Respectfully submitted,

/s/ David Feldman  
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